

EXHIBIT 3



The Federal Reserve Board

Structure and Share Data for U.S. Banking Offices of Foreign Entities

Structure and Share | [About](#)

Data are collected as of the end of the month for March, June, September and December, and generally are released three months later.

Structure Data

There are two reports showing the same structure and asset information for each U.S. office, but in different orders. Offices located in Puerto Rico, American Samoa, Guam, the Virgin Islands and other U.S.-affiliated insular areas are excluded. The first report lists the offices by institution type. The second report is by the home country of the foreign bank.

Each report shows asset totals and subtotals for the categories displayed.

Code definitions appear at the end of each report.

Reports are available in Screen Reader HTML format and the underlying data are also available in ASCII format.

Current report

[September 2012](#)

Previous reports

| | | | | |
|------|-----------------------|----------------------|---------------------------|--------------------------|
| 2012 | March | June | | |
| 2011 | March | June | September | December |
| 2010 | March | June | September | December |
| 2009 | March | June | September | December |
| 2008 | March | June | September | December |
| 2007 | March | June | September | December |
| 2006 | March | June | September | December |
| 2005 | March | June | September | December |
| 2004 | March | June | September | December |
| 2003 | March | June | September | December |
| 2002 | March | June | September | December |
| 2001 | March | June | September | December |

| | | | | | |
|--|--|-----------------|-----|-----------|-------|
| OVERSEA-CHINESE BANKING CORPORATION LIMITED (FBO - SINGAPORE) | OVERSEA-CHINESE BKG LA AGY (USA - UNINSURED STATE AGENCY) | LOS ANGELES, CA | N/A | ----- | 244 |
| OVERSEA-CHINESE BANKING CORPORATION LIMITED TOTAL | | | | | 2,536 |
| UNITED OVERSEAS BANK LIMITED (FBO - SINGAPORE) | UNITED OVERSEAS BK LA AGY (USA - UNINSURED STATE AGENCY) | LOS ANGELES, CA | N/A | ----- | 812 |
| UNITED OVERSEAS BANK LIMITED (FBO - SINGAPORE) | UNITED OVERSEAS BK NY AGY (USA - UNINSURED STATE AGENCY) | NEW YORK, NY | N/A | - G H - X | 5,053 |
| UNITED OVERSEAS BANK LIMITED TOTAL | | | | | 5,865 |
| SINGAPORE TOTAL | | | | | 9,182 |

COUNTRY: SOUTH AFRICA

| FOREIGN PARENT (TYPE AND COUNTRY) | U.S. OFFICE NAME (TYPE) | U.S. OFFICE LOCATION | TOP-TIER PARENT (TYPE AND COUNTRY) | CODES | U.S. OFFICE ASSETS |
|---|---|-------------------------|---------------------------------------|-------|--------------------------|
| STANDARD BK OF SOUTH AFRICA (FBK - SOUTH AFRICA) | STANDARD BK SOUTH A NY REP OFF (REP - REPRESENTATIVE OFFICE) | NEW YORK, NY | N/A | ----- | 0 |
| STANDARD BK OF SOUTH AFRICA TOTAL | | | | | 0 |
| SOUTH AFRICA TOTAL | | | | | 0 |

COUNTRY: SPAIN

| FOREIGN PARENT (TYPE AND COUNTRY) | U.S. OFFICE NAME (TYPE) | U.S. OFFICE LOCATION | TOP-TIER PARENT (TYPE AND COUNTRY) | CODES | U.S. OFFICE ASSETS |
|---|--|-------------------------|--|-----------|--------------------------|
| BANCO BILBAO VIZCAYA ARGENTARIA, S.A. (FBH - SPAIN) | BANCO BILBAO VIZCAY SF REP OFF (REP - REPRESENTATIVE OFFICE) | SAN FRANCISCO, CA | N/A | ----- | 0 |
| BANCO BILBAO VIZCAYA ARGENTARIA, S.A. (FBH - SPAIN) | BANCO BILBAO VIZCAYA ARG NY BR (USB - UNINSURED STATE BRANCH) | NEW YORK, NY | N/A | -- H - X | 2,498 |
| BANCO BILBAO VIZCAYA ARGENTARIA, S.A. (FBH - SPAIN) | COMPASS BK (SMB - STATE MEMBER BANK) | BIRMINGHAM, AL | N/A | ----- | 67,930 |
| BANCO BILBAO VIZCAYA ARGENTARIA, S.A. TOTAL | | | | | 70,428 |
| BANCO DE SABADELL, S.A. (FBH - SPAIN) | BANCO DE SABADELL NY REP OFF (REP - REPRESENTATIVE OFFICE) | NEW YORK, NY | N/A | ----- | 0 |
| BANCO DE SABADELL, S.A. (FBH - SPAIN) | BANCO DE SABADELL SA MIAMI BR (USB - UNINSURED STATE BRANCH) | MIAMI, FL | N/A | -- H L - | 1,901 |
| BANCO DE SABADELL, S.A. (FBH - SPAIN) | SABADELL UNITED BK NA (NAT - NATIONAL BANK) | MIAMI, FL | N/A | -- H -- | 3,694 |
| BANCO DE SABADELL, S.A. TOTAL | | | | | 5,595 |
| BANCO ESPANOL DE CREDITO, S.A. (FHF - SPAIN) | BANCO ESPANOL CREDITO NY BR (USB - UNINSURED STATE BRANCH) | NEW YORK, NY | BANCO SANTANDER, S.A. (FHF - SPAIN) | -- H - X | 23 |
| BANCO ESPANOL DE CREDITO, S.A. TOTAL | | | | | 23 |
| BANCO PASTOR, S.A. (FBO - SPAIN) | BANCO PASTOR SA MIAMI AGY (USA - UNINSURED STATE AGENCY) | MIAMI, FL | BANCO POPULAR ESPANOL, S.A. (FBH - SPAIN) | A - H - X | 175 |
| BANCO PASTOR, S.A. TOTAL | | | | | 175 |
| BANCO POPULAR ESPANOL, S.A. (FBH - SPAIN) | TOTALBANK (NMB - STATE NON-MEMBER BANK) | MIAMI, FL | N/A | -- H -- | 2,375 |
| BANCO POPULAR ESPANOL, S.A. TOTAL | | | | | 2,375 |
| BANCO SANTANDER, S.A. (FHF - SPAIN) | BANCO SANTANDER INTL (EDB - EDGE CORP-BANKING) | MIAMI, FL | N/A | ---- X | 5,608 |
| BANCO SANTANDER, S.A. (FHF - SPAIN) | BANCO SANTANDER SA NY BR (USB - UNINSURED STATE BRANCH) | NEW YORK, NY | N/A | - G - - X | 11,433 |
| BANCO SANTANDER, S.A. (FHF - SPAIN) | CAPITAL ST HOLDS LLC (AGI - AGREEMENT CORP-INVESTMENT) | WILMINGTON, DE | N/A | ----- | 0 |

Santander Group

From Wikipedia, the free encyclopedia

The **Santander Group** (English pronunciation: /ˌsɑntənˈdeər/) is a Spanish banking group centered on **Banco Santander, S.A.** (Spanish: ['ban̞ko sɑntanˈder]) and one of the largest banks in the world in terms of market capitalisation. It originated in Santander, Cantabria, Spain.^[2]

According to Forbes Global 2000 list of the world's largest companies, Santander appeared in 23rd place in April 2012.^[3]

Contents

- 1 History
 - 1.1 Formation
 - 1.2 Acquisitions
- 2 Operations
 - 2.1 Campinas technology centre
- 3 Sponsorships
- 4 See also
- 5 References
 - 5.1 Notes
 - 5.2 Sources
- 6 External links

History

Formation

The 1999 merger of Banco Santander (founded in 1857) and Banco Central Hispano (founded in 1991) following the merger of Banco Central [est. 1919] and Banco Hispanoamericano [est. 1900], created Banco Santander Central Hispano, or BSCH.^[4] This merger between Santander and Banco Central Hispano (BCH) was designed to be a "merger of equals" in which the top executives of the two pre-existing firms would share control of the merged entity. Soon after the merger former BCH executives accused chairman of Banco Santander Emilio Botín of trying to push his own agenda and threatened to take legal action against him. This post-merger squabbling was resolved when BCH executives Jose Amusátegui and Angel Corcóstequi agreed to accept severance payments, retire and relinquish control to Mr. Botín, at an expense to shareholders of €164M.^[5]

The large termination payouts generated negative press and Botín was eventually brought to trial on criminal charges of "misappropriation of

Banco Santander, S.A.



| | |
|---------------------|---|
| Type | Sociedad Anónima |
| Traded as | BMAD: SAN (http://www.bolsamadrid.es/comun/fichaemp/fichavalor.asp?isin=ES0113900J37&id=ing), LSE: BNC (http://www.londonstockexchange.com/exchange/prices-and-news/stocks/prices-search/stock-prices-search.html?nameCode=BNC), NYSE: SAN (http://www.nyse.com/about/listed/lcddata.html?ticker=san), Euronext: SANT (http://europeanequities.nyx.com/en/search_instruments/SANT?type=Stock), SANTA (https://indices.nyx.com/en/search_instruments/SANTA?type=Stock), BIT: SANT (http://www.borsaitaliana.it/borsa/azioni/scheda.html?isin=ES0113900J37&lang=en) |
| Industry | Financial services |
| Founded | Santander, Spain (1857) |
| Headquarters | Santander, Spain |
| Area served | Europe, United States, Latin America, Singapore, Hong Kong, Africa. |
| Key people | Emilio Botín (Chairman) Alfredo Sáenz Abad (CEO) |
| Products | Retail, corporate, investment and private banking, insurance, asset management, private equity |
| Revenue | €42.05 billion (2011) ^[1] |

In September 2010, Santander purchased Bank Zachodni WBK from Allied Irish Banks. Then on 28 February 2012, Santander announced that it had reached an agreement with KBC Bank to buy KBC's subsidiary in Poland, Kredyt Bank. Santander merged Bank Zachodni WBK and Kredyt to create Poland's third-biggest bank, valued at about €5bn (US\$6.7bn), having a market share of 9.6% in deposits, 8.0% in loans and 12.9% in branches (899), and more than 3.5 million retail customers. As a result of the merger, Santander came to hold 76.5% of the combined bank, and KBC came to hold about 16.4%; other shareholders held about 7.1% of the shares in the combined bank. Santander stated that it intended to buy more of KBC's shares in the combined bank to bring KBC's holdings below 10%; KBC affirmed that it intended to sell its remaining stake.^[17]

Operations

Grupo Santander has numerous operations in Latin America. It has rebranded most of the subsidiaries it has acquired to Santander.

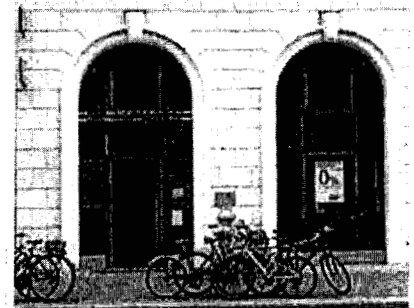
Grupo Santander consists of more than 170,000 employees, 90.1 million customers, 13,390 branches and 2.27 million shareholders. Retail banking - the main aspect of Santander's operations - generates 82% of the group's profit.

Europe

- Austria
 - Santander Consumer Bank Austria AG
- Belgium
 - Santander Consumer Finance Benelux B.V.
- Bosnia and Herzegovina
 - Nova Santander Banka d.o.o. Trebinje
- Czech Republic
 - Santander Consumer Finance a.s.
- Denmark
 - Santander Consumer Bank AS
- Finland
- Slovak Republic
 - Santander Consumer Finance a.s.
- Spain
 - Banco Santander
 - Banesto
 - Santander Consumer Finance
 - Openbank
 - Banco BANIF
- Sweden
 - Santander Consumer Bank
- Switzerland
 - Santander Private Banking
- United Kingdom
 - Santander UK
 - Cahoot
 - Cater Allen
 - Santander Cards UK

Asian and Australia

- China
 - Banco Santander, S.A. - Hong Kong branch
 - Banco Santander, S.A. - Shanghai branch
 - Banco Santander, S.A. - Beijing representative office
- South Korea
 - Banco Santander, S.A. - Seoul representative office
- Australia
 - Banco Santander, S.A. - Sydney branch



A branch of Santander in Berlin, Germany



A branch of Santander in Cardiff, United Kingdom



Santander bank in Göppingen, Germany

- Santander Consumer Finance Oy
 - France
 - Santander Consumer France
 - Germany
 - Santander Consumer Bank AG
 - Santander Consumer Debit GmbH
 - Santander Consumer Leasing GmbH
 - Hungary
 - Santander Consumer Finance Cltd
 - Isle of Man
 - Alliance & Leicester International
 - Italy
 - Santander Consumer Bank S.p.a
 - Santander Private Banking
 - Jersey (UK)
 - Santander Private Banking
 - Luxembourg
 - Banco Santander Totta S.A
 - Netherlands
 - Santander Consumer Finance
 - Santander Consumer (UK) plc
 - Santander Totta
- Latin America**
- Argentina
 - Banco Santander Río
 - Brazil
 - Banco Santander Brasil
 - Chile
 - Banco Santander-Chile
 - Banco Santander Banefe
 - Mexico
 - Banco Santander
 - Peru
 - Banco Santander Perú S.A.
 - Puerto Rico
 - Banco Santander Puerto Rico
 - Santander Overseas Bank
 - Uruguay
 - Banco Santander Uruguay
- Japan**
- Banco Santander, S.A. - Tokyo representative office
- Singapore**
- Banco Santander, S.A. - Singapore branch
- African operations**
- Attijariwafa Bank (4.55% share)
- North America**
- USA
 - Santander Private Banking
 - Sovereign Bank
 - Santander Consumer USA Inc.
 - Santander Global Banking & Markets
 - Roadloans
 - HelpingLoans

Benelux B.V.

- Norway
 - Santander Consumer Bank AS
- Poland
 - Bank Zachodni WBK
 - Santander Consumer Bank S.A.
- Portugal
 - Banco Santander Consumer Portugal, SA
 - Crédito Predial Português
 - Hispamer
 - Banco Santander Totta S.A

Campinas technology centre

On 10 June 2010, Grupo Santander announced an investment of approximately US\$270 million (€200 million) in Campinas, Brazil for a technology centre, research and data processing, which will include a next-generation data center. The centre will support the group's operations across North America, Central America and South America.

Based on a plot of 1 million square metres, the new centre will be established within the technology park known as 'Development Company for High Technology Cluster of Campinas', which includes more than 20 other companies. Construction on the site began in January 2011, and it is planned that the park will be fully operational within two years. There will be over 8,000 direct and indirect jobs. ^[18]

Sponsorships

Santander is a corporate sponsor of the Ferrari and McLaren Formula 1 teams, and also sponsors the Copa Libertadores de America. ^[19]

The group had announced on 1 December 2008 that their Formula One sponsorship deal with McLaren would end in 2010, when Santander would become Ferrari's main sponsor. However, in September 2009, Santander announced it would continue to sponsor McLaren alongside Ferrari due to its brand awareness in the UK rising from 20 to 82 percent. ^[20]

See also